

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re TERRAFORM LABS PTE. LTD., Debtor. ¹	X : : : : : : : : X	Chapter 11 Case No. 24–10070 (BLS) Re: Docket No. 58
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**CERTIFICATION OF COUNSEL REGARDING ORDER
AUTHORIZING EMPLOYMENT AND RETENTION OF
ALVAREZ & MARSAL NORTH AMERICA, LLC AS FINANCIAL
ADVISOR TO THE DEBTOR EFFECTIVE AS OF THE PETITION DATE**

The undersigned hereby certifies as follows:

1. On February 13, 2024, Terraform Labs Pte. Ltd., as debtor and debtor in possession in the above-captioned chapter 11 case (the “**Debtor**”), filed the *Application of Debtor for Entry of an Order Authorizing Employment and Retention of Alvarez & Marsal North America, LLC as Financial Advisor to the Debtor Effective as of the Petition Date* [Docket No. 58] (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). Attached to the Application as Exhibit C was a proposed form of order granting the relief sought therein (the “**Proposed Order**”).

2. Pursuant to the *Notice of Application and Hearing* that was attached to the Application, objections or responses to the relief requested in the Application, if any, were to be made in writing and filed with the Court on or before February 27, 2024 at 4:00 p.m. (ET) (the “**Objection Deadline**”).

¹ The Debtor’s principal office is located at 1 Wallich Street, #37-01, Guoco Tower, Singapore 078881.

3. Prior to the Objection Deadline, the Debtor received certain informal comments (the “**Comments**”) to the Proposed Order from the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”). Other than the Comments, the Debtor received no other informal responses to the Application, and no objection or responsive pleading to the Application has appeared on the Court’s docket in this chapter 11 case.

4. The Debtor has revised the Proposed Order (the “**Revised Proposed Order**”) to resolve the Comments, and the Revised Proposed Order is attached hereto as **Exhibit 1**. For the convenience of the Court and all parties in interest, a blackline of the Revised Proposed Order marked against the Proposed Order is attached hereto as **Exhibit B**.

5. The Revised Proposed Order has been circulated to the U.S. Trustee, and the U.S. Trustee does not object to the entry of the Revised Proposed Order.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtor respectfully requests that the Revised Proposed Order, in the form attached hereto as **Exhibit 1**, be entered at the earliest convenience of the Court.

Dated: March 1, 2024
Wilmington, Delaware

/s/ Matthew P. Milana

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